

**EXHIBIT B**

**TIME REPORTS FOR THE INTERIM FEE PERIOD  
APRIL 2, 2001 THROUGH JUNE 30, 2001  
BROKEN DOWN BY MATTERS**

TOTAL HOURS FOR ALL MATTERS:	478
TOTAL DOLLARS FOR ALL MATTERS:	80,776.00
TOTAL TIME BILLED FOR ALL MATTERS:	80,776.00

CLIENT: 082910 W. R. GRACE &amp; CO.

Matter: 072757 Intercat, Inc., *et al.*

04/02/01	Attention to file re: issues re: Mott exam; work with A. Marchetta and S. Zuber re: impact of bankruptcy on same. A. Chan	0.60 hrs.
04/02/01	Work on Diane Lippert deposition preparation. D. Florence	1.70 hrs.
04/02/01	Conference re legal issue as to 2004 discovery. A. Marchetta	0.40 hrs.
04/02/01	Attention to various issues in Intercat case in light of W.R. Grace's Chapter 11 filing. S. Zuber	0.30 hrs.
04/03/01	Work on deposition preparation for Diane Lippert; Case file management including updating the case file and pleading boards. D. Florence	8.80 hrs.
04/03/01	Telephone conversation with D. Posner regarding Mott examination. S. Zuber	0.20 hrs.
04/03/01	Telephone conversation with D. Adams regarding various open bankruptcy issues. S. Zuber	0.20 hrs.
04/03/01	Telephone conversation with I. Greene regarding Mott examination and Debtor's plan proposal. S. Zuber	0.30 hrs.
04/04/01	Case file management including updating all organizational indexes. D. Florence	8.20 hrs.
04/05/01	Work on updating all organizational indexes; Quality control review of the production database. D. Florence	8.60 hrs.
04/06/01	Quality control review of the production database. D. Florence	7.10 hrs.
04/06/01	Telephone calls with client re discovery and plan consideration. A. Marchetta	0.60 hrs.
04/06/01	Discuss Grace's position regarding Debtor's plan proposal with A. Marchetta. S. Zuber	0.30 hrs.
04/09/01	Quality control review of the production database. D. Florence	4.30 hrs.
04/09/01	Follow up re settlement meeting. A. Marchetta	0.30 hrs.

04/10/01	Quality control review of the production database. D. Florence	7.00 hrs.
04/10/01	Telephone conversation with N. Alt regarding Debtor's plan proposal, and Grace's counteroffer. S. Zuber	0.20 hrs.
04/11/01	Quality control review of the production database. D. Florence	7.00 hrs.
04/11/01	Research on Grace bankruptcy filings (Marchetta) J. von Schrader	0.50 hrs.
04/11/01	Telephone conversation with I. Greene regarding plan and sale issues, including Grace's position regarding Intercat's plan proposal. S. Zuber	0.40 hrs.
04/12/01	Quality Control review of the production database. D. Florence	7.50 hrs.
04/12/01	Attention to issues related to Grace's retention of Pitney, Hardin as special counsel in Grace's Chapter 11 case. S. Zuber	0.30 hrs.
04/12/01	Telephone conversation with D. Adams regarding Chapter 11 status. S. Zuber	0.20 hrs.
04/13/01	Quality Control review of the production database; Case file management including updating the case file. D. Florence	5.40 hrs.
04/16/01	Quality control review of the production database; Assemble Diane Lippert deposition exhibits. D. Florence	6.00 hrs.
04/17/01	Quality control review of the production database; Case file management including updating the case file, pleading board and orders binder. D. Florence	5.20 hrs.
04/17/01	Review issues with S. Zuber; follow up re same. A. Marchetta	0.50 hrs.
04/17/01	Telephone conversation with R. Talisman regarding plan and sale issues. S. Zuber	0.30 hrs.
04/18/01	Quality control review of the production database. D. Florence	4.90 hrs.
04/18/01	Prepare letter to J. Spreyregen regarding Intercat case, and retention by Grace of Ellis, Painter as ordinary course professional. S. Zuber	0.90 hrs.
04/19/01	Case file management including updating the case file; Assembled binder set for the Diane Lippert deposition; Updated deposition exhibits database to include	

	Diane Lippert.	
	D. Florence	4.60 hrs.
04/20/01	Case file managment including updating the deposition exhibits database.	
	D. Florence	2.50 hrs.
04/20/01	Follow up re request for discovery re libel claim.	
	A. Marchetta	0.40 hrs.
04/30/01	Case file management including updating the case file; Forward requested documents to S. Zuber.	
	D. Florence	7.00 hrs.
04/30/01	Receipt and review of Eighth Stipulation regarding Intercat's use of cash collateral, including review of budget.	
	S. Zuber	0.30 hrs.

Billing Summary

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>
A. Marchetta	2.2	395.00	869.00
S. Zuber	3.9	265.00	1,033.50
A. Chan	0.6	220.00	132.00
D. Florence	95.8	80.00	7,664.00
J. von Schrader	0.5	85.00	42.50
4/01 TOTAL W. R. GRACE & CO./Intercat, Inc., <i>et al.</i>	103.0		9,741.00

CLIENT: 082910 W. R. GRACE &amp; CO.

Matter: 072757 Intercat, Inc., *et al.*

05/01/01	Case file management including updating the case file, pleading board and orders binder; Quality control review of the production database.	
	D. Florence	9.00 hrs.
05/02/01	Quality control review of the production database.	
	D. Florence	7.60 hrs.
05/03/01	Quality control review of the production database.	
	D. Florence	6.10 hrs.
05/07/01	Review various fee information.	
	S. Zuber	0.20 hrs.
05/08/01	Correspondence to D. Adams regarding Affidavit to be filed in Grace's bankruptcy case to allow Ellis, Painter Firm to be treated as ordinary course professional.	

	S. Zuber	0.40 hrs.
05/09/01	Case file management including updating the case file.	
	D. Florence	1.30 hrs.
05/09/01	Telephone call with client re issues on business competition/product comparisons by customers and E-Cat samples.	
	A. Marchetta	0.60 hrs.
05/09/01	Discuss patent issues with A. Marchetta.	
	S. Zuber	0.20 hrs.
05/10/01	Follow up re issues as regards actions of debtor re Grace patent/infringement.	
	A. Marchetta	0.60 hrs.
05/15/01	Receipt and review of Motion of the CIT Group to enforce order relative to various equipment leases in Savannah case.	
	S. Zuber	0.20 hrs.
05/21/01	Search for and forward requested documents to A. Chan.	
	D. Florence	0.80 hrs.
05/24/01	Work on updating the case file, orders binder and pleading board.	
	D. Florence	2.20 hrs.
05/25/01	Forward requested documents to A. Chan.	
	D. Florence	0.30 hrs.
05/25/01	Receipt and review of correspondence from N. Alt regarding possible 363 sale, and prepare response to N. Alt.	
	S. Zuber	0.20 hrs.
05/28/01	E mail re follow up with client concerning Rule 2004 discovery, plan issues, etc.	
	A. Marchetta	0.40 hrs.
05/29/01	Work with A. Chan regarding defendant's interrogatory and document production requests.	
	D. Florence	0.40 hrs.
05/29/01	Telephone call with client re status.	
	A. Marchetta	0.30 hrs.
05/30/01	Update the correspondence file, pleading board and orders binder.	
	D. Florence	0.40 hrs.
05/30/01	Follow up re request of debtor on 2004 discovery.	
	A. Marchetta	0.50 hrs.
05/30/01	Review updated docket.	
	S. Zuber	0.20 hrs.
05/31/01	Work with A. Marchetta re: InterCat's pursuit of 2004 exam of R. Mott.	
	A. Chan	0.10 hrs.
05/31/01	Telephone calls re 2004 discovery issues.	

A. Marchetta

0.40 hrs.

Billing Summary

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>
A. Marchetta	2.8	395.00	1,106.00
S. Zuber	1.4	265.00	371.00
A. Chan	0.1	220.00	22.00
D. Florence	28.1	80.00	2,248.00
5/01 TOTAL W. R. GRACE & CO./Intercat, Inc., <i>et al.</i>	32.4		3,747.00

CLIENT: 082910 W. R. GRACE & CO.  
 Matter: 072757 Intercat, Inc., *et al.*

06/01/01	Conferences with S. Zuber re: plan proposal, payment of interest on unsecured claims if paid over time per plan. W. Green	0.20 hrs.
06/01/01	Telephone calls re plan proposal. A. Marchetta	0.40 hrs.
06/01/01	Discussion with A. Marchetta regarding Debtor's latest plan proposal; review cramdown provisions of Bankruptcy Code and relevant caselaw in light of Debtor's plan proposal; prepare memo regarding plan issues; receipt and review of motions in Intercat, Inc. and Intercat-Savannah, Inc. cases regarding assumption by Debtors of Technology Agreement and Supply Agreement with Akzo Nobel and granting related relief; and forward copies of papers to N. Alt; S. Zuber	2.90 hrs.
06/04/01	E-mails and follow up re plan issues. A. Marchetta	0.30 hrs.
06/05/01	Work with A. Marchetta, S. Zuber and conference with N. Alt re: settlement discussions in adversary action, discovery sought from Grace (R. Mott); attention to file re: same. A. Chan	0.70 hrs.
06/05/01	Review offers with S. Zuber and strategy. P. Forgosh	0.40 hrs.
06/05/01	Follow up re issues; conference call with client re settlement. A. Marchetta	0.60 hrs.
06/05/01	Review notices from court regarding motions to assume executory contracts with Akzo Nobel, and forward notice to N. Alt; review and analysis of plan issues; prepare for, and participate in, conference call with A. Marchetta and N. Alt	

	regarding plan vs. sale issues; several telephone conversations with I. Greene regarding plan issues;	
	S. Zuber	2.30 hrs.
06/06/01	Update pleading boards, orders binder and correspondence file.	
	D. Florence	2.10 hrs.
06/06/01	Review plan information for client.	
	A. Marchetta	0.60 hrs.
06/06/01	Prepare correspondence to N. Alt regarding Debtor's and Trustee's proposed plans and Grace's rights under each; telephone conversation with I. Greene regarding Debtors' plan proposal and Trustee's sale proposal;	
	S. Zuber	1.90 hrs.
06/07/01	Work on updating the case file.	
	D. Florence	0.80 hrs.
06/07/01	Work on issues with S. Zuber and conference call with client re same.	
	A. Marchetta	0.70 hrs.
06/07/01	Meeting with A. Marchetta and A. Chan, followed by conference call with A. Marchetta, A. Chan and N. Alt to go over Chapter 11 plan vs. sale issues; and revise and send correspondence to N. Alt regarding same.	
	S. Zuber	0.80 hrs.
06/07/01	Attention to Mott examination and plan issues; discuss plan issues with A. Marchetta; telephone conversation with I. Greene regarding Grace's position as to Debtors' plan proposal and Mott examination; and prepare memo regarding plan issues and Mott examination.	
	S. Zuber	0.80 hrs.
06/12/01	Telephone conversation with D. Adams regarding status, including potential competing plans.	
	S. Zuber	0.30 hrs.
06/12/01	Receipt and review of Trustee's and Debtor's joint application to retain special patent litigation counsel, and prepare correspondence to N. Alt regarding this application.	
	S. Zuber	0.40 hrs.
06/13/01	Conference with S. Zuber re open Chapter 11 issues; follow up with S. Zuber re appointment of Special Counsel on Mott 2004 examination; conference with S. Zuber re Akzo Nobel agreement..	
	A. Marchetta	0.60 hrs.
06/13/01	Discuss Trustee's and Debtor's application to retain special patent counsel with A. Marchetta; and discuss joint motion to assume Akzo technology agreements with A. Marchetta.	
	S. Zuber	0.30 hrs.
06/14/01	Conference with S. Zuber re issues and follow up re same.	
	A. Marchetta	0.50 hrs.

06/14/01	Telephone conversation with N. Alt regarding motions to assume technology agreements, to retain special patent litigation counsel and status of Chapter 11 case. S. Zuber	0.20 hrs.
06/14/01	Telephone conversation with I. Greene regarding application to retain special patent litigation counsel. S. Zuber	0.30 hrs.
06/14/01	Correspondence to N. Alt regarding special patent litigation counsel application. S. Zuber	0.20 hrs.
06/15/01	Follow up re Rule 2004 discovery and special retention order. A. Marchetta	0.30 hrs.
06/18/01	Several telephone conversations with D. Adams regarding calendar matters for 6/20/01, including Grace's position regarding Intercat's application to retain McAndrews Firm as special patent litigation counsel. S. Zuber	0.20 hrs.
06/19/01	Follow up re court hearing on motion re Special Counsel. A. Marchetta	0.30 hrs.
06/19/01	Receipt and review of letter from I. Greene regarding special patent litigation counsel; and forward copy of same to N. Alt and D. Adams. S. Zuber	0.20 hrs.
06/20/01	Telephone conversation with D. Adams regarding results of hearings and status of Chapter 11 case. S. Zuber	0.20 hrs.
06/20/01	Prepare correspondence to N. Alt regarding results of today's hearings and status of Chapter 11 case. S. Zuber	0.30 hrs.
06/23/01	Review information re order from court re 2004 discovery A. Marchetta	0.20 hrs.

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>
P. Forgosh	0.4	345.00	138.00
A. Marchetta	4.5	395.00	1,777.50
S. Zuber	11.3	265.00	2,994.50
A. Chan	0.7	220.00	154.00
W. Green	0.2	220.00	44.00
D. Florence	2.9	80.00	232.00
6/01 TOTAL W. R. GRACE & CO./Intercat, Inc., <i>et al.</i>	20.0		5,340.00



CLIENT: 082913 W. R. GRACE & Co.\INSURANCE COVERAGE  
 Matter: 000009 NY Superfund Action

04/02/01	Case file management including updating the case file and databases. D. Florence	2.30 hrs.
04/02/01	Correspondence re Chapter 11. A. Marchetta	0.20 hrs.
04/02/01	Confer with A. Marchetta regarding status of Notice of Appeal and filing of bankruptcy action. M. Waller	0.20 hrs.
04/04/01	Conferring with S. Zuber regarding effect of bankruptcy automatic stay on filing Notice of Appeal in Maryland Cas. v. Grace case (CNA remaining defendant). M. Waller	0.60 hrs.
04/04/01	Discuss bankruptcy and appellate issues with M. Waller. S. Zuber	0.60 hrs.
04/06/01	Draft memo to A. Marchetta regarding filing Notice of Appeal in light of bankruptcy filing and conference with S. Zuber; Following up with SDNY regarding final judgment; Confer with J. Borg regarding obtaining final judgment; Draft follow up memo to A. Marchetta regarding same; M. Waller	1.00 hrs.
04/07/01	Review various correspondence regarding status of case, appellate issues and stay issues. S. Zuber	0.20 hrs.
04/09/01	preparation of correspondence to M. Waller regarding Final Judgment J. Borg	0.20 hrs.
04/09/01	Receive and review final judgment as entered by SDNY; Draft memo to A. Marchetta regarding same and deadline for filing Notice of Appeal. M. Waller	0.30 hrs.
04/19/01	Case file management including updating the case file, pleading board, orders binder and letters of submission index. D. Florence	1.20 hrs.
04/19/01	Confer with A. Marchetta regarding summary of Unigard action as requested by client; Preparing Notice of Appeal with attachments; Discuss matter with S. Zuber and required summary for bankruptcy counsel; Drafting same. M. Waller	2.30 hrs.
04/20/01	Information re continued work on matter for client. A. Marchetta	0.30 hrs.
04/20/01	Confer with A. Marchetta regarding filing of Notice of Appeal and Final	

Judgment; Confer with S. Zuber re: matter and additions and revisions to summary of same for bankruptcy counsel; Research status of Unigard action and information re: claims at issue and draft summary of same as requested by client;  
M. Waller 1.80 hrs.

04/27/01 Follow up re information request by client; conference with M. Waller re appeal forms.  
A. Marchetta 0.90 hrs.

04/30/01 Case file management including updating the case file and pleading board; Converse with Jean Porochonski at Grace and J. Scordo concerning client's files needed from the Channel matter, recall boxes from storage.  
D. Florence 2.00 hrs.

04/30/01 Follow up re filings and memo to J. Posner.  
A. Marchetta 0.40 hrs.

04/30/01 Review information re appeal issues and conference with M. Waller re same.  
A. Marchetta 0.30 hrs.

04/30/01 Drafting status/summary memos re: insurance actions in SDNY as requested by client; Follow up with A. Marchetta regarding same; Draft memos to J. Posner regarding same; Reviewing Second Circuit forms C and D and commence formulating issues on appeal for inclusion in same;  
M. Waller 3.60 hrs.

Billing Summary

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>
A. Marchetta	2.1	395.00	829.50
M. Waller	9.8	265.00	2,597.00
S. Zuber	0.8	265.00	212.00
J. Borg	0.2	200.00	40.00
D. Florence	5.5	80.00	440.00

4/01 TOTAL W. R.

GRACE &amp;

Co.\INSURANCE

COVERAGE/

NY Superfund Action	18.4		4,118.50
---------------------	------	--	----------

CLIENT: 082913 W. R. GRACE &amp; CO.\INSURANCE COVERAGE

Matter: 000009 NY Superfund Action

05/01/01 Telephone calls and follow up with J. Posner re information for client.  
A. Marchetta 0.30 hrs.

05/01/01 Reviewing Forms C and D questionnaires from 2d Circuit; Reviewing previous

	research memos regarding issues on appeal and earlier briefing to draft responses to Forms C and D; Formulating issues on appeal; Draft memorandum to A. Marchetta regarding appeal issues;	
	M. Waller	4.80 hrs.
05/02/01	Gather and forward requested documents to M. Waller.	
	D. Florence	0.80 hrs.
05/02/01	Review draft statement of issues on appeal and meet with M. Waller regarding same.	
	K. Helmer	0.50 hrs.
05/02/01	Worked with M. Waller, conducted database searches and reviewed file documents re: briefing, orders and related documents needed to prepare appeal brief	
	S. Parker	1.20 hrs.
05/02/01	Confer with A. Marchetta regarding issues to be raised on appeal and completing appeal information statements (Forms C and D); Preparing Second Circuit Forms C and D for appeal; Preparing list of issues and summary of case; Researching standard to raise constitutional issues and review previous briefs and records for argument re: same; Confer with K. Helmer regarding appellate practice and issues to be raised in Grace's appeal; Drafting memorandum to A. Marchetta summarizing research re: raising constitutional issues on appeal; Working with D. Florence and S. Parker regarding attachments to Forms C and D; Drafting memo to A. Marchetta re: possible constitutional issues to raise on appeal;	
	M. Waller	6.50 hrs.
05/03/01	Assist M. Waller with working on the Notice of Appeal.	
	D. Florence	0.60 hrs.
05/03/01	Review Memo from M. Waller regarding appellate schedule and strategy.	
	K. Helmer	0.30 hrs.
05/03/01	Conference with M. Waller re appeal submissions; work on same; review memo re appeal items and reply to M. Waller.	
	A. Marchetta	1.00 hrs.
05/03/01	Work with M. Waller re: preparation of submissions to Second Circuit.	
	B. Moffitt	0.70 hrs.
05/03/01	Research re: proper scope of record on appeal in the Second Circuit.	
	B. Moffitt	1.80 hrs.
05/03/01	Confer with C. Yuen regarding arguments raised in previous briefing and argument; Confer with A. Marchetta regarding any constitutional issues involved in appeal; Finalizing summary of case, issues, description of similar/related cases and Second Circuit Forms C and D; Work with A. Marchetta re: finalizing same; Draft filing letter to Clerk of U.S. Court of Appeals, Second Circuit; Work with B. Moffitt regarding affidavit of service; Reviewing FRAP and local FRAP and draft letter regarding requirements and procedures; Follow up re: confirmation of Court of Appeals filing with courier.	
	M. Waller	4.00 hrs.

05/04/01	Search for briefing regarding various motions for the appellate submission. D. Florence	1.30 hrs.
05/04/01	Meeting with M. Waller regarding strategy and staffing for appellate briefing. K. Helmer	0.50 hrs.
05/04/01	Work with M. Waller re appeal issues. A. Marchetta	0.30 hrs.
05/04/01	Telephone call with Second Circuit re: attorney admission; review Second Circuit internet site re: same; review procedures re: application; confer with M. Waller and prepare memo re: same; continued research re: appropriate scope of record on appeal in the Second Circuit. B. Moffitt	3.50 hrs.
05/04/01	Worked with M. Waller and B. Moffitt re: case status and strategy; Worked with M. Waller and D. Florence re: documents needed to prepare appeal brief. S. Parker	2.30 hrs.
05/04/01	Meeting with A. Marchetta regarding preparing record and briefs and other procedural issues in connection with appeal; Conferences with B. Moffitt and S. Parker regarding preparing record on appeal; Discuss with K. Helmer issues on appeal and preparing arguments and brief; Discussing appeal procedures with J. Borg and B. Moffitt; Working with S. Parker and D. Florence re: assembly of previous briefing and orders; M. Waller	3.30 hrs.
05/07/01	Research re docket in Maryland Cas. v. W.R. Grace, S.D.N.Y. E. Greenfield	0.70 hrs.
05/07/01	Confer with M. Waller regarding strategy and staffing for appellate briefing. K. Helmer	0.30 hrs.
05/07/01	Telephone calls and follow up with staff re case issues. A. Marchetta	0.50 hrs.
05/07/01	Worked with D. Florence, conducted database searches and reviewed file documents re: compilation of documents needed to prepare appellate brief. S. Parker	2.00 hrs.
05/07/01	Considering preparation of record on appeal, issues, assignments, and preparation of brief; Draft memo to K. Helmer and B. Moffitt regarding analysis of issues and preparing briefs; Respond to memo from K. Helmer regarding same; M. Waller	0.40 hrs.
05/08/01	Work on gathering documents to be used in appellate submissions D. Florence	3.00 hrs.
05/08/01	Review appellate procedures; confer with M. Waller regarding prior briefing and preparation of record. K. Helmer	0.80 hrs.
05/08/01	Meetings with clerks at Southern District of New York and Second Circuit Court	

	of Appeals; confer with M. Waller re: same; confer with court staff re: preparing record of appeal and re: obtaining docket entries; confer with J. Borg re: same. B. Moffitt	5.50 hrs.
05/08/01	Worked with D. Florence, conducted database searches and reviewed file documents re: compilation of documents needed to prepare appellate brief. S. Parker	3.00 hrs.
05/08/01	Conferring with B. Moffitt regarding assembling record on appeal; Discussing preparation of relevant briefs and affidavits for appeal briefs with S. Parker; Meeting with J. Borg and M. Moffitt regarding preparing record on appeal and Second Circuit filing procedures; Working with B. Moffitt to obtain official docket from district court; Meetings with Second Circuit and district court clerks regarding preparing record on appeal, filing transcripts, pre-argument conference, and briefing schedule; Draft memorandum regarding same to A. Marchetta and status of preparing appeal; Reviewing official docket re: key briefs, affidavits, and transcripts. M. Waller	5.50 hrs.
05/09/01	Review of Civil Docket list to confirm the accuracy of the list for certification. D. Florence	4.10 hrs.
05/09/01	Work on appeal issues with M. Waller, B. Moffitt; review information forwarded by Second Circuit re same. A. Marchetta	0.70 hrs.
05/09/01	Work with M. Waller and S. Parker re: assembling record on appeal; meeting with A. Marchetta re: same; continued research re: appropriate scope of record on appeal; review case file index re: same. B. Moffitt	1.80 hrs.
05/09/01	Worked with AJ Marchetta, M. Waller and B. Moffitt re: case status and strategy; Worked with D. Florence, reviewed, organized and indexed documents re: compilation of documents needed to prepare appellate brief. S. Parker	4.30 hrs.
05/09/01	Work on certifying records with S. Parker and B. Moffitt; Confer with B. Moffitt re: call to Second Circuit case manager re: deadline to complete certification of record on appeal; Meeting with A. Marchetta regarding status of appeal, pre-argument conference, and briefing; M. Waller	0.90 hrs.
05/10/01	Review of Civil Docket list to confirm the accuracy of the list for certification. D. Florence	3.60 hrs.
05/10/01	Telephone calls with 2nd Circuit personnel re: same; review guidelines re: proceedings at pre-argument conference; preparation of memorandum re: same; confer with S. Parker re: preparation of index of record on appeal. B. Moffitt	2.20 hrs.
05/10/01	Worked with M. Waller and B. Moffitt re: case status and strategy; Reviewed, organized and indexed documents re: compilation of documents needed to prepare appellate brief.	

	S. Parker	4.10 hrs.
05/10/01	Work with A. Marchetta regarding appeal issues, procedures, pre-argument conference, etc.; Working with S. Parker regarding compiling record on appeal and briefs.	
	M. Waller	1.00 hrs.
05/11/01	Review of Civil Docket list to confirm the accuracy of the list for certification.	
	D. Florence	3.20 hrs.
05/11/01	Preparation of proposed correspondence to 2nd Circuit re: adjournment of pre-argument conference; confer with M. Waller re: same; confer with A. Marchetta re: same.	
	B. Moffitt	0.50 hrs.
05/11/01	Review of prior briefing on choice of law issues.	
	B. Moffitt	6.10 hrs.
05/11/01	Reviewed, organized and indexed documents re: compilation of documents needed to prepare appellate brief.	
	S. Parker	2.80 hrs.
05/14/01	Meet with M. Waller regarding appeal issues; review prior briefs on motion to enforce settlement agreement.	
	K. Helmer	1.20 hrs.
05/14/01	Work with S. Parker re: record on appeal and upcoming review at District Court; confer with M. Waller re: potential of cross-appeal; review case file index re: potential need to supplement record depending on content of District Court file; confer with M. Waller re: adjournment of pre-argument conference and calls to adversary and 2nd Circuit re: same.	
	B. Moffitt	2.50 hrs.
05/14/01	Reviewed, organized and indexed documents re: compilation of documents needed to prepare appellate brief.	
	S. Parker	2.30 hrs.
05/14/01	Conferring with B. Moffitt regarding rescheduling pre-argument conference; Telephone call to E. DeCristofaro regarding same; Draft memo to A. Marchetta regarding rescheduling conference; Follow up with B. Moffitt re: call to Second Circuit re: adjourning pre-argument conference; Reviewing rules re: cross-motions; Confer with S. Parker regarding briefs provided to appeal team; Reviewing briefs regarding Section 46 interpretation by Judge Martin; Meeting with K. Helmer regarding schedule, briefing, and issues on appeal (re: 1990 settlement agreement and "self-insurance" decision); Follow up re: preparing record on appeal and documents missing from record and files.	
	M. Waller	4.30 hrs.
05/15/01	Work with B. Moffitt re: review of the court's docket sheet for missing pleadings; Work on updating lists of missing pleadings and pleadings not on the docket sheet; Update M. Waller on this project; Organize and assemble a binder of all complaints/answers for M. Waller.	
	D. Florence	3.00 hrs.

05/15/01	Follow up with M. Waller and S. Parker re appeal schedule; forward same from court. A. Marchetta	0.40 hrs.
05/15/01	Work with D. Florence re: review of file re: preparation of record on appeal; confer with M. Waller re: same; confer with S. Parker re: same and re: upcoming trip to District Court to prepare index of record on appeal B. Moffitt	2.10 hrs.
05/15/01	Worked with B. Moffitt re: Record on Appeal. S. Parker	0.30 hrs.
05/15/01	Follow up with A. Marchetta regarding 8/14 conference with CNA counsel regarding pre-argument conference and briefing schedule; Review memorandum from B. Moffitt regarding preparation of case file for certification by district court and respond to same; M. Waller	0.50 hrs.
05/16/01	Work on updating and revising indexes of missing pleadings and documents missing from the docket; Work on Updating binder of Complaints/Answers. D. Florence	3.70 hrs.
05/16/01	Work with M. Waller and e-mails re appeal schedule. A. Marchetta	0.40 hrs.
05/16/01	Work with M. Waller re: rescheduling of pre-argument conference; confer with D. Florence and M. Waller re: record on appeal; work with M. Waller re: letter request re: pre-argument conference; various telephone calls with 2nd Circuit and District Court personnel re: same; review case file in preparation for review of court file re: preparation of index of record on appeal; confer with S. Parker re: same; review acknowledgment letter requirements and preparation of same; confer with M. Waller re: same. B. Moffitt	5.30 hrs.
05/16/01	Telephone call from E. DeCristofaro regarding pre-argument conference; Drafting additions and revisions to letter to Second Circuit Staff Counsel regarding same; Finalize with B. Moffitt; Review chart re: comparison of case file to official case docket; Confer with B. Moffitt and D. Florence regarding same and review of official file to certify same for appeal; Reviewing revised list of documents missing from official docket; Working with B. Moffitt regarding Second Circuit acknowledgment and filing letter; Confer with A. Marchetta regarding scheduling; Reviewing briefs and affidavits re: Section 46 argument; M. Waller	2.80 hrs.
05/17/01	Work on revising binder of all complaints and answers filed in the action. D. Florence	2.00 hrs.
05/17/01	Review prior briefing on insurance issues being appealed. K. Helmer	2.00 hrs.
05/17/01	Follow up with M. Waller re schedule on appeal; review and forward forms re same.	

	A. Marchetta	0.60 hrs.
05/17/01	Preparation of index of docket entries at Southern District of New York; review case file re: same; confer with Appeals Coordinator and Docket Clerk re: same; telephone call with M. Waller re: same.	
	B. Moffitt	9.20 hrs.
05/17/01	Worked with B. Moffitt at Southern District Court Clerk's office re: review of docket and corresponding documents for Record of Appeal.	
	S. Parker	8.10 hrs.
05/17/01	Draft memorandum to Doug Florence regarding preparing record on appeal; Conference with A. Marchetta regarding pre-argument conference, briefing schedule, issues, and assignments; Telephone conference with B. Moffitt regarding reviewing court record in preparation to certify same as complete; Finalize letter to 2nd Circuit Staff Counsel re: adjournment of pre-argument conference; Confirm date with E. DeCristofaro.	
	M. Waller	1.10 hrs.
05/18/01	Revise listing of documents missing from the docket; Continue work on reviewing the pleadings and comparing to the master docket sheet.	
	D. Florence	3.10 hrs.
05/18/01	Work on submission of forms re appeal.	
	A. Marchetta	0.30 hrs.
05/18/01	Confer with S. Parker and M. Waller re: follow up re: record on appeal.	
	B. Moffitt	0.50 hrs.
05/18/01	Worked with M. Waller and B. Moffitt re: case status.	
	S. Parker	0.40 hrs.
05/18/01	Work with B. Moffitt and S. Parker regarding review of record and work necessary to prepare same for certification for appeal; Discussing information needed for June 14 pre-argument conference with B. Moffitt.	
	M. Waller	0.70 hrs.
05/21/01	Work on detailed comparison of pleadings file with court's docket sheet.	
	D. Florence	1.90 hrs.
05/21/01	Work with M. Waller re: background appeal issues and research issue.	
	H. Nau	0.60 hrs.
05/21/01	Meeting with H. Nau regarding appeal issues and argument re: Section 46.	
	M. Waller	0.50 hrs.
05/22/01	Work on detailed comparison of pleadings file with court's docket sheet.	
	D. Florence	0.90 hrs.
05/24/01	Work on detailed comparison of pleadings file with court's docket sheet.	
	D. Florence	1.40 hrs.
05/24/01	Continuing to review prior briefs and submissions re: preparation of issues on appeal and brief;	



	M. Waller	3.50 hrs.
05/25/01	Work on detailed comparison of pleadings file with court's docket sheet.	
	D. Florence	1.70 hrs.
05/25/01	Continuing to review briefs and submissions re: appeal issues; Draft memo to K. Helmer, B. Moffitt and H. Nau regarding issues, briefing schedule, and record on appeal.	
	M. Waller	2.70 hrs.
05/26/01	Work on detailed comparison of pleadings file with court's docket sheet.	
	D. Florence	3.20 hrs.
05/28/01	Follow up re brief items in preparation for appellate conference.	
	A. Marchetta	0.40 hrs.
05/29/01	Work on detailed comparison of pleadings file with court's docket sheet.	
	D. Florence	2.70 hrs.
05/29/01	Telephone calls re court conference and rescheduling same.	
	A. Marchetta	0.50 hrs.
05/29/01	Review voicemail message from 2nd Circuit re: re-scheduled pre-argument conference; preparation of e-mail to team re: same; review e-mail from A. Marchetta re: same.	
	B. Moffitt	0.20 hrs.
05/29/01	Receive telephone call from 2nd Circuit staff attorney regarding adjournment of date for pre-argument conference; Conferring with A. Marchetta and B. Moffitt regarding same;	
	M. Waller	0.40 hrs.
05/30/01	Work on detailed comparison of pleadings file with court's docket sheet.	
	D. Florence	1.30 hrs.
05/30/01	Conference with M. Waller and B. Moffitt re preparation for court conference.	
	A. Marchetta	0.30 hrs.
05/30/01	Confer with M. Waller re: record on appeal and pre-argument conference; confer with A. Marchetta re: same; telephone call to Second Circuit re: same.	
	B. Moffitt	0.40 hrs.
05/30/01	Reviewed various briefs, memos re: issue for appeal;	
	H. Nau	1.80 hrs.
05/30/01	Confer and follow up with B. Moffitt regarding rescheduled pre-argument conference date and confirming same with 2nd Cir. staff counsel; Discuss same and preparation for same with A. Marchetta; Draft memo to K. Helmer, N. Nau, and B. Moffitt regarding preparation for conference and 6/1 conference regarding same; Reviewing prior briefing re: section 46 issues.	
	M. Waller	1.60 hrs.
05/31/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	

	D. Florence	2.20 hrs.
05/31/01	Review case law cited below re: choice of law issues. B. Moffitt	4.30 hrs.
05/31/01	Work with M. Waller re: materials for review on section 46 issue; reviewed pleadings, caselaw, section 46 and legislative history. H. Nau	4.20 hrs.
05/31/01	Reviewing prior briefs and submissions by Grace and all other parties re: interpretation of section 46 for appeal; Meeting with H. Nau regarding appealing the district court's rulings re: section 46; Discussing section 46 legislative history with C. Yuen and research re: same; M. Waller	1.60 hrs.

Billing Summary

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>
A. Marchetta	5.7	395.00	2,251.50
M. Waller	46.1	265.00	12,216.50
K. Helmer	5.6	250.00	1,400.00
B. Moffitt	46.6	230.00	10,718.00
H. Nau	6.6	225.00	1,485.00
D. Florence	43.7	80.00	3,496.00
S. Parker	30.8	80.00	2,464.00
E. Greenfield	0.7	85.00	59.50

5/01 TOTAL W. R.  
GRACE &  
CO.\INSURANCE  
COVERAGE/NY  
Superfund Action

185.8

34,090.50

CLIENT: 082913 W. R. GRACE &amp; CO.\INSURANCE COVERAGE

Matter: 000009 NY Superfund Action

06/01/01	Meeting with M. Waller regarding preparation for initial case management conference on appeal. K. Helmer	0.50 hrs.
06/01/01	Meeting with team re: pre-argument conference outline; preparation for same. B. Moffitt	0.90 hrs.
06/01/01	Prepared for meeting with M. Waller; interoffice conference with M. Waller, K. Helmer, B. Moffitt re: outlining of issues, scheduling; reviewed Hatco opinion; briefs. H. Nau	5.20 hrs.
06/01/01	Meeting with K. Helmer, B. Moffitt, and H. Nau regarding preparation for 6/13	

	pre-argument conference with A. Marchetta; Review letter from 2d Cir. regarding rescheduled conference date; Review briefs re: Section 46 and choice of law arguments.	
	M. Waller	2.00 hrs.
06/02/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	
	D. Florence	3.00 hrs.
06/04/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	
	D. Florence	4.70 hrs.
06/04/01	Reviewed chronology of M. Waller for background; conferred with M. Waller re: issue on appeal; began outline of sub-issues on point III of brief.	
	H. Nau	3.60 hrs.
06/05/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	
	D. Florence	2.50 hrs.
06/05/01	Conference with M. Waller and review re issues for court conference.	
	A. Marchetta	0.50 hrs.
06/05/01	Reviewed briefs and outlined sub-issues for point III of brief; conferred with M. Waller re: outline.	
	H. Nau	2.90 hrs.
06/05/01	Confer with A. Marchetta regarding meeting with 2d Cir. staff counsel on June 13 and outline of issues; Confer with H. Nau regarding issues on appeal - Section 46 argument.	
	M. Waller	0.60 hrs.
06/06/01	Review notes from docket review and preparation of memorandum identifying various documents missing from court file as well as documents not listed on court's docket.	
	B. Moffitt	2.80 hrs.
06/06/01	Reviewed opposition briefs on issue of section 46.	
	H. Nau	1.20 hrs.
06/07/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index; Create a table of all sealed documents and their probable identity.	
	D. Florence	2.00 hrs.
06/07/01	Preparation of Pre-Argument Conference outline and review of case law and prior briefs re: choice of law re: same; review case law re: various standards of review; confer with M. Waller re: same.	
	B. Moffitt	5.90 hrs.
06/07/01	Reviewed and revised initial draft of outline of point III; conferred with M. Waller re: same; conferred with B. Moffitt re: research n standard of review, 2nd circuit.	

	H. Nau	1.20 hrs.
06/07/01	Conferring with H. Nau regarding Section 46 issues for appeal; Review outline re: issues and draft additions and revisions to same in preparation for 6/13 meeting with 2d Cir. staff counsel; Conferring with B. Moffitt regarding appeal of choice of law issues, preparation of issues for meeting with staff counsel, and research re: standards of review.	
	M. Waller	1.10 hrs.
06/08/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	
	D. Florence	1.80 hrs.
06/08/01	Review prior briefs and prepare outline regarding issues on appeal relating to "self-insurance" and 1990 settlement agreement; confer with M. Waller re same.	
	K. Helmer	5.50 hrs.
06/08/01	Continued preparation of Pre-Argument Conference outline and review of case law and prior briefs re: choice of law re: same; review case law re: various standards of review; confer with M. Waller and H. Nau re: same.	
	B. Moffitt	3.60 hrs.
06/08/01	Interoffice conference with M. Waller and B. Moffitt re: standard of review, briefing schedule; reviewed outline of briefing schedule from M. Waller.	
	H. Nau	0.70 hrs.
06/08/01	Organization of briefing and related documents in preparation for upcoming pre-argument conference.	
	S. Parker	1.60 hrs.
06/08/01	Confer with K. Helmer regarding summary of argument re: "self insurance" and 1990 Settlement Agreement for appeal; Considering briefing schedule and draft memo regarding same; Draft memo re: same; Meeting with B. Moffitt and H. Nau regarding outline of appeal issues and finalizing and having the record certified.	
	M. Waller	1.60 hrs.
06/09/01	E-mails re court conference.	
	A. Marchetta	0.20 hrs.
06/11/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index; Meet with B. Moffitt concerning documents needed from court.	
	D. Florence	1.50 hrs.
06/11/01	Finalize outline of issues on appeal relating to self-insurance and 1990 settlement agreement; meet with M. Waller regarding same.	
	K. Helmer	1.00 hrs.
06/11/01	Preparation of memo and exhibits detailing findings during review of Court file re: preparation of index of record on appeal, and outlining additional steps needed to finalize same; preparation of abbreviated version of same for use during Pre-Argument Conference; confer with M. Waller re: same and re: identifying documents that need to be added by way of stipulation as well as documents that	

	must be obtained from the Courts' file; telephone call with CNA counsel re: proposed briefing schedule.	
	B. Moffitt	4.20 hrs.
06/11/01	Continued preparation of memo setting forth case law re: various standards of review in preparation for pre-argument conference.	
	B. Moffitt	2.70 hrs.
06/11/01	Conferred with M. Waller re: revisions to outline of point III (section 46 argument); revised outline.	
	H. Nau	1.70 hrs.
06/11/01	Confer with B. Moffitt regarding standard of review research, appeal issues, and briefing schedule. Working with H. Nau re: same; Confer with K. Helmer regarding 1990 settlement agreement and self insurance issues; Reviewing briefs, etc. regarding all issues; Update A. Marchetta regarding preparations for 6/13 conference; Draft memo to S. Parker regarding transcripts required of oral argument re: April 1994 decisions.	
	M. Waller	3.40 hrs.
06/12/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	
	D. Florence	2.50 hrs.
06/12/01	Prepare for and meet with A. Marchetta and M. Waller in preparation for initial scheduling and settlement conference on appeal	
	K. Helmer	0.80 hrs.
06/12/01	Work with M. Waller and K. Helmer re Second Circuit appearance; review outline for Second Circuit conference and follow up with M. Waller re same.	
	A. Marchetta	1.40 hrs.
06/12/01	Continues preparation of Pre-Argument Conference outline and review of case law and prior briefs re: choice of law re: same; review docket sheet re: need to include certain transcripts; confer with M. Waller re: same.	
	B. Moffitt	4.10 hrs.
06/12/01	Worked with M. Waller and B. Moffitt re: preparation for pre-argument conference.	
	S. Parker	0.80 hrs.
06/12/01	Meeting with K. Helmer and A. Marchetta regarding appeal issues and conference with staff counsel on 6/13; Working with B. Moffitt regarding choice of law appeal issues and outline summarizing same; Reviewing and drafting additions to appeal issues outline, including Sect. 46 issues; Draft memo to A. Marchetta regarding same.	
	M. Waller	5.60 hrs.
06/13/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	
	D. Florence	2.40 hrs.
06/13/01	Prepare for and attend Second Circuit court conference and follow up with client	

	re same; review and revise outline of legal issues and calendar of dates for same; settlement issues.	
	A. Marchetta	4.50 hrs.
06/13/01	Confer with M. Waller re: pre-argument conference and strategy re: preparation of record on appeal and stipulations needed to complete same.	
	B. Moffitt	0.50 hrs.
06/13/01	Prepare for pre-argument conference with A. Marchetta at offices of Second Circuit; Confer with CNA counsel re: briefing schedule; Pre-argument conference with counsel for CNA and Second Circuit staff counsel; Follow up with A. Marchetta.	
	M. Waller	4.00 hrs.
06/14/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	
	D. Florence	2.80 hrs.
06/14/01	Revise letter to client re case status.	
	A. Marchetta	0.40 hrs.
06/14/01	Drafting summary of 6/13 pre-argument conference with A. Marchetta and scheduling; Drafting additions and revisions to same per A. Marchetta;	
	M. Waller	1.10 hrs.
06/15/01	Letter to client re issues.	
	A. Marchetta	0.30 hrs.
06/15/01	Draft memo to K. Helmer, H. Nau, B. Moffitt, and S. Parker regarding briefing schedule and deferred joint appendix.	
	M. Waller	0.20 hrs.
06/18/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index.	
	D. Florence	3.70 hrs.
06/18/01	Review and forward scheduling order; conference with M. Waller re briefing; follow up re work on brief points.	
	A. Marchetta	0.80 hrs.
06/18/01	Reviewed appeal schedule; conferred with M. Waller re: same.	
	H. Nau	0.30 hrs.
06/19/01	Receive telephone call from counsel to AE/CU regarding operation of protective order in NY case in connection with litigation between AE/CU and its reinsurers.	
	M. Waller	0.20 hrs.
06/21/01	Draft memorandum to A. Marchetta regarding operation of protective order re: request by AE/CU counsel to produce documents Grace produced in litigation between AE/CU and its reinsurers.	
	M. Waller	0.20 hrs.
06/22/01	E mails and follow up re 362 stay issues.	
	A. Marchetta	0.40 hrs.

06/22/01	Received telephone call from T. Weaver regarding proposed protective order; Draft memo to A. Marchetta regarding same; M. Waller	0.80 hrs.
06/23/01	E mails and follow up re confidential documents issue and AE/CV position. A. Marchetta	0.30 hrs.
06/27/01	Work on assembly of sets of documents relative to finalizing the court's docket for certification. D. Florence	2.90 hrs.
06/27/01	Confer with S. Parker and D. Florence re: documents needed to prepare various stipulations needed in order to finalize record on appeal. B. Moffitt	1.20 hrs.
06/27/01	Worked with B. Moffitt and D. Florence re: identification and retrieval of documents needed to prepare Stipulations. S. Parker	3.60 hrs.
06/28/01	Work on assembly of documents needed for certifying the docket. D. Florence	2.50 hrs.

Billing Summary

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>
A. Marchetta	8.8	395.00	3,476.00
M. Waller	20.8	265.00	5,512.00
K. Helmer	7.8	250.00	1,950.00
B. Moffitt	25.9	230.00	5,957.00
H. Nau	16.8	225.00	3,780.00
D. Florence	32.3	80.00	2,584.00
S. Parker	6.0	80.00	480.00
6/01 TOTAL W. R. GRACE & CO.\INSURANCE COVERAGE/ NY Superfund Action	118.4		23,739.00

**SUMMARY OF COMPENSATION FOR THE FEE PERIOD**  
**APRIL 2, 2001 THROUGH JUNE 30, 2001**

Name of Professional Person	Year Admitted	Hourly Billing Rate	Total Billed Hours	Total Compensation (\$)
<b>PARTNERS</b>				
Anthony J. Marchetta	1974	395.00	26.1	10,309.50
Peter A. Forgosh	1968	345.00	.4	138.00
Michael E. Waller	1991	265.00	76.7	20,325.50
Scott A. Zuber	1987	265.00	17.4	4,611.00
<b>ASSOCIATES</b>				
Kathy Dutton Helmer	1981	250.00	13.4	3,350.00
Brian E. Moffitt	1992	230.00	72.5	16,675.00
Helen A. Nau	1994	225.00	23.4	5,265.00
Alashia L. Chan	1994	220.00	1.4	308.00
Wendy B. Green	1999	220.00	.2	44.00
Jonathan M. Borg	1999	200.00	.2	40.00
<b>PARAPROFESSIONALS</b>				
Elizabeth Anne Greenfield	N/A	85.00	.7	59.50
Julie L. von Schrader	N/A	85.00	.5	42.50
Douglas S. Florence	N/A	80.00	208.3	16,664.00
Susan Parker	N/A	80.00	36.8	2,944.00
<b>Grand Total Time Reports (Hours and Dollars) for the Interim Fee Period April 1, 2001 through June 30, 2001</b>			<b>478 Hours</b>	
			<b>TOTAL</b>	<b>80,776.00</b>



**COMPENSATION BY PROJECT CATEGORY FOR THE INTERIM FEE PERIOD  
APRIL 1, 2001 THROUGH JUNE 30, 2001**

<b>Project Category (Examples)</b>	<b>Total Hours</b>	<b>Total Fees</b>
Telephone Calls	15.4	4,402.00
Correspondence Drafted	19.9	5,360.00
Correspondence and Pleadings Reviewed	54.0	11,193.50
Legal Research	7.9	16,40.00
Court Appearances	0	0
Court Conference, including preparation	46.3	11,417.50
Preparation of Pleadings	99.2	1,9401.00
Internal Office Meetings	23.1	6,443.50
Out of Office Meetings, excluding Court Conference	0	0
File Review	15.0	2,701.00
Travel Time	0	0
Deposition Preparation	10.5	840.00
Case File Management	38.0	3,040.00
Quality Control Review of Production Database	55.9	4,472.00
Other Services	92.8	9,865.50
<b>Grand Total Time Reports for the Interim Fee Period April 1, 2001 through June 30, 2001</b>	<b>478 Hours  TOTAL</b>	<b>80,776.00</b>